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**COX CALIFORNIA TELCOM, INC.
AND
PACIFIC BELL'S
LOCAL INTERCONNECTION AGREEMENT**

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July 25, 1996

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LOCAL INTERCONNECTION AGREEMENT

July 25, 1996

Pursuant to this Local Interconnection Agreement ("Agreement"), Cox California Telcom, Inc. ("Cox") and Pacific Bell ("Pacific") (collectively the "Parties") agree to interconnect with each other within each LATA in which they both operate within the State of California, as described and according to the terms, conditions and pricing specified hereunder.

I. RECITALS & PRINCIPLES

WHEREAS, the Parties seek to accomplish local interconnection in a technically and economically efficient manner; and

WHEREAS, the public will benefit if the local exchange networks of the Parties are interconnected so that customers of each Party can seamlessly receive calls that originate on the other Party's network and place calls that terminate on the other Party's network; and

WHEREAS, the California Public Utilities Commission ("Commission") has issued its Interim Opinion D.95-12-056 ("Opinion") in which it establishes preferred outcomes related to Competitive Local Carrier ("CLC") and Local Exchange Carrier ("LEC") interconnection; and

WHEREAS, the Commission has created an expedited 14-day approval process for interconnection agreements between CLCs and LECs; and

WHEREAS, Pacific and Cox wish to utilize this expedited approval process; and,

WHEREAS, Pacific and Cox have agreed on local interconnection terms and conditions incorporating the Commission's Preferred Outcomes for Interconnection Contracts (Opinion, Appendix A); and,

WHEREAS, Cox has applied to the Commission for a Certificate of Public Convenience and Necessity as a facilities-based competitive local exchange carrier providing local exchange service to residence and business customers in California and will serve such customers upon grant of such authority; and

WHEREAS, this interconnection is required by the Telecommunications Act of 1996 (the "Act"); and

WHEREAS, the Parties should be able to efficiently, flexibly, and reliably exchange traffic and signaling at well-defined and standardized points of mutually agreed interconnection; and

WHEREAS, the availability of certain of Pacific's facilities and services are essential to the development of competition in the local exchange marketplace; and

WHEREAS, the Parties acknowledge that the terms and conditions herein represent a balancing of interests critical to the Parties;

July 25, 1996

NOW, THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Cox and Pacific hereby covenant and agree as follows:

II. DEFINITIONS

1. "Access" is connection to one carrier by a second carrier to obtain the services of any or all network facilities and services within that network, including unbundled elements.
2. "Access Tandem Switches" are switches used to connect End Offices to Interexchange Carrier switches. Pacific's Access Tandem Switches are also used to connect and switch traffic between and among Central Office Switches.
3. "Assured Link": An Assured Link provides a two wire circuit or equivalent voice frequency channel for the transmission of analog signals with an approximate bandwidth of 300 to 3000 Hz (POTS grade). Assured Links have an expected measured loss of no greater than 5.5 dB within the 300 to 3000 Hz Link bandwidth, and will meet noise specifications as contained in the 1995 "Notes on the BOC Network" published by Bellcore. Assured Links will support repeat, loop start, loop reverse battery, or ground start seizure, disconnect, Dial Pulse and DTMF signaling, and voice bandwidth analog or digital data signals in one direction (toward the End Office switch), and the provision of MF signaling and repeat ringing in the other direction (toward the end user) when the line is "on hook" and dial-tone and voice bandwidth analog and digital data signals when the link is "off hook."
4. "Automatic Number Identification" ("ANI") is a multifrequency Feature Group D signaling parameter which refers to the number transmitted through the network identifying the billing number of the calling party.
5. "Basic Link": A Basic Link provides a two wire circuit or equivalent voice frequency channel for the transmission of analog signals with an approximate bandwidth of 300 to 3000 Hz (POTS grade). Basic Links have an expected measured loss of no greater than 8 dB within the 300 to 3000 Hz Link bandwidth, and will meet noise specifications as contained in the 1995 "Notes on the BOC Network" published by Bellcore. Basic Links will support repeat, loop start, loop reverse battery, or ground start seizure, disconnect, Dial Pulse and Dual Tone Multi Frequency ("DTMF") signaling, and voice bandwidth analog or digital data signals in one direction (toward the End Office switch), and the provision of Multi Frequency ("MF") signaling and repeat ringing in the other direction (toward the end user) when the line is "on hook" and dial-tone and voice bandwidth analog and digital data signals when the link is "off hook."
6. "Bill and Keep" means a form of compensation for the termination of local traffic, as defined in the Opinion at Appendix C, page 13.

7. **"BLV/BLI Traffic" or "BLV/BLI Call"** refers to an operator call in which the end-user inquires as to the busy status of, or requests an interruption of a call on an Exchange Service.
8. **"Calling Party Number" ("CPN")** is a Common Channel Signaling ("CCS") parameter which refers to the number transmitted through the network identifying the calling party.
9. **"Centralized Message Distribution System" ("CMDS")** is the transport system that the telecommunications service providers use to exchange billing system messages among each other and other parties connected to CMDS.
10. **"Central Office Switch," "Central Office" or "CO"** means a switching entity within the public switched telecommunications network, including but not limited to End Office Switches and Tandem Switches.
11. **"Centralized Message Distribution System" ("CMDS")** is the transport system that the RBOCs and other incumbent LECs use to exchange in collect and out collect billing messages among each other and other parties connected to CMDS.
12. **"Charge Number"** is a CCS signaling parameter which refers to the number transmitted through the network identifying the billing number of the calling party.
13. **"CLASS Features"** mean certain CCS-based features available to end users. CLASS features include, but are not necessarily limited to: Automatic Call Back; Call Trace; Caller ID and Related Blocking Features; Distinctive Ringing/Call Waiting; Selective Call Forward; and Selective Call Rejection.
14. **"Collocation"** is the physical placement of one Party's transport and/or multiplexing equipment at the Wire Center premises of the other Party for the purpose of interconnection or access to unbundled Network Elements.
15. **"Collocation Arrangement"** is the physical collocation arrangement which Pacific provides in its Wire Centers, and shall have the same meaning as set forth in Pacific's Schedule Cal. P.U.C. Tariff No. 175-T, Section 16.
16. **"Collocation Interconnection Service Cross Connection" ("CISCC")** is a cross connection service a carrier will provide in conjunction with Collocation Arrangements and shall have the meaning as set forth in this Agreement. In Pacific's tariffs, CISCC is known as "Expanded Interconnect Service Cross Connection" or "EISCC."
17. **"Commissions"** means the California Public Utilities Commission ("CPUC") and the Federal Communications Commission ("FCC") collectively.
18. **"Common Channel Signaling" ("CCS")** means a method of digitally transmitting call set-up and network control data over a special network fully separate from the public switched Network Elements that carry the actual call.

19. **"Competitive Local Carrier" ("CLC") is a carrier who competes in the provision of local exchange telecommunications service as set forth in Opinion, Appendix C, Sections 3(B), and is not an Incumbent LEC as defined by 47 U.S.C., Section 251(h) of the Act.**
20. **"Control Office" is a LEC or CLC office designated as its company's single point of contact for the provisioning and maintenance of its portion of local interconnection arrangements.**
21. **"Cross Connection" means an intra-Wire Center channel connecting the Parties' separate pieces of telecommunications equipment.**
22. **"Direct Inward Dialing" ("DID") allows an incoming call to a service at a Central Office to complete to a PBX station without attendant assistance.**
23. **"Directory Number Call Forwarding" ("DNCF") means an interim form of Service Provider Number Portability ("SPNP") which is provided through existing and available call routing and call forwarding capabilities. DNCF will forward calls dialed to an original telephone number to a new telephone number on a multi-path basis. DNCF is not limited to listed directory numbers.**
24. **"DSX Panel" is a cross-connect bay/panel used for the interconnection of equipment and facilities operating at digital rates.**
25. **"DS-1" is a digital signal rate of 1.544 Megabits Per Second ("Mbps").**
26. **"DS-3" is a digital signal rate of 44.736 Mbps.**
27. **"Electronic File Transfer" refers to any system/process which utilizes any electronic format and protocol to send/receive data files.**
28. **"End Office Switches" are those switches from which end user Exchange Services are directly connected and offered.**
29. **"Exchange Message Record" ("EMR") is the industry standard used for the exchange of telecommunications message information among LECs for billable, non-billable, sample, settlement and study data. The EMR format is contained in a Bellcore document identified as BR-010-200-10 CRIS Exchange Message Record.**
30. **"Exchange Service" means a service offered to end users which provides the end user with a telephonic connection to, and a unique local telephone number address on, the public switched telecommunications network, and which enables such end user to generally place calls to, or receive calls from, other stations on the public switched telecommunications network. Exchange Service includes but is not limited to basic residence and business line service, PBX trunk line service (e.g., DID and/or DOD, pay phone line service, Centrex line service and ISDN line services. Exchange Service does not include, for example, Private Line, Switched and Special Access services.**

31. "Expanded Interconnection Service" ("EIS") is the collocation arrangement which Pacific provides in its designated Wire Centers, and shall have the same meaning as set forth in Pacific's Schedule Cal. P.U.C. Tariff No. 175-T, Section 16.
32. "Interconnection" means the connection of separate pieces of equipment, transmission facilities, etc., within or between networks. The technical architecture of interconnection includes collocation arrangements, interconnection at multiplexers or other suitable locations, meet-point interconnection, other interconnection points, and in general any interconnection that comports with the Act.
33. "Interexchange Carrier" ("IXC") means a provider of interexchange telecommunications services.
34. "Interim Number Portability" ("INP") means the delivery of Local Telephone Number Portability ("LTNP") capabilities, through the use of existing and available call routing, forwarding and addressing capabilities.
35. "ISDN" means Integrated Services Digital Network, which is a switched network service providing end-to-end digital connectivity for the simultaneous transmission of voice and data. Basic Rate Interface ISDN ("BRI-ISDN") provides for digital transmission of two analog or 64 Kbps digital data information bearing channels ("Bearer Channels") and one 16 Kbps data channel (2B+D).
36. "ISDN Link" refers to a 2-wire ISDN digital grade connection that will support digital transmission of two 64 Kbps clear channels and one 16 Kbps data channel (2B+D) suitable for provision of BRI-ISDN service. ISDN Links will have the electrical attributes such that BRI-ISDN could be provided with that ISDN Link if it were used in conjunction with Pacific's network and switches in cases which require no special electronics for loop extension (typically beyond 12000 feet). Cox may design its own methods for loop extension and will implement those at its own cost or may purchase from Pacific any methods used which do not require Pacific's switch functionality.
37. "LATA-Wide Terminating Interconnection" means an interconnection arrangement whereby one Party interconnects to a single designated tandem switch of the other Party to terminate local and intraLATA toll traffic to End Offices which subtend either the designated tandem or which subtend any other tandem(s) operated by the Party providing the LATA-Wide termination. The Party providing such termination will designate the tandem switch where such interconnection is to occur.
38. "Line Information Database" ("LIDB") is a computerized database used to cross-reference subscriber information and carrier information. LIDB provides carriers with the information needed to validate calling card and alternate billed calls.
39. "Line Side" refers to an End Office switch connection that has been programmed to treat the circuit as a local line connected to an ordinary telephone station set. Line Side connections offer only those transmission and signaling features appropriate

for a connection between an End Office and a telephone station set.

40. **"Link"** means a service whereby Pacific will provide transport between the Minimum Point of Entry ("MPOE") at an end user premise and the Pacific Wire Center from which the transport is extended. The Link is connected within Pacific's Wire Center by an CISCC/EISCC to a point of Collocation, solely to enable Cox to provide an authorized exchange service to the end user. Links are technology neutral and Cox is not permitted to specify any technology type so long as the Links ordered by Cox meet the specifications set forth herein. The types of Links provided include "Basic Link," "Assured Link," and "ISDN Link."
41. **"LM1"** means a land-to-mobile access arrangement where the landline end user pays applicable local or toll rates to the LEC providing its Exchange Service.
42. **"LM2"** means a land-to-mobile access arrangement where the landline end user pays only a local rate to the LEC for calls to the wireless end user, even if the call would otherwise be rated as toll, based on the originating and terminating rate centers involved. The LEC is compensated under contractual arrangement with the WSP for lost toll revenues.
43. **"LP2"** means a land-to-paging access arrangement where the landline end user pays only a local rate to the LEC for calls to the paging end user, even if the call would otherwise be rated as toll, based on the originating and terminating rate centers involved. The LEC is compensated under contractual arrangement with the PPS for lost toll revenues.
44. **"Land-to-mobile"** means the placement of a call by a wireline end user to a wireless subscriber.
45. **"Local Exchange Carrier" ("LEC")** shall have the meaning as set forth in the Opinion, Appendix C, Section 3.A.
46. **"Local Exchange Routing Guide" ("LERG")** is a Bellcore reference used by LECs, IXCs and CLCs to identify NPA-NXX routing and homing information as well as Network Element and equipment designations.
47. **"Local Exchange Traffic"** means any intraLATA traffic, including local, toll or other traffic originated and terminated directly between LECs and CLCs.
48. **"Local Interconnection Trunk/Trunk Groups"** provide for the origination and termination of local exchange and intraLATA telephone traffic between Cox's network and Pacific's network. Local Interconnection Trunk Groups will be configured as two-way trunks for traffic transmission. Local Interconnection Trunk Groups provide the transmission path, tandem switching and/or End Office switching, and end user termination functions to complete telephone communications. These interconnection trunks may be between End Offices, End Offices and tandems, or between tandems. Where host/remote switching is deployed, interconnection will be at the host. Traffic carried on such facilities will be terminated to any entity, end user or subtending office, that is associated

pursuant to the LERG with that End Office or tandem. Local Interconnection Trunk Groups do not provide connection to E-911 or other services, except as specified herein.

49. "Local Telephone Number Portability" ("LTNP") means the technical ability to enable an end-user customer to utilize its telephone number in conjunction with any exchange service provided by a LEC/CLC with which the customer's telephone number is associated, regardless of whether the customer's chosen LEC/CLC is the carrier which originally assigned the number to the customer.
50. "Main Distribution Frame" ("MDF") is the primary point at which paired cable outside plant facilities terminate within a Wire Center, for interconnection to other telecommunications facilities within the Wire Center.
51. "MECAB" refers to the Multiple Exchange Carrier Access Billing document prepared by the Billing Committee of the Ordering and Billing Forum ("OBF"), which functions under the auspices of the Carrier Liaison Committee of the Alliance for Telecommunications Industry Solutions ("ATIS"). The MECAB document, published by Bellcore as Special Report SR-BDS-000983, contains the recommended guidelines for the billing of an access service provided by two or more local carriers (including a LEC and a CLC), or by one LEC in two or more states within a single LATA.
52. "MECOD" refers to the Multiple Exchange Carriers Ordering and Design Guidelines for Access Services - Industry Support Interface, a document developed by the Ordering/Provisioning Committee under the auspices of the OBF, which functions under the auspices of the Carrier Liaison Committee of the ATIS. The MECOD document, published by Bellcore as Special Report SR STS-002643, establishes methods for processing orders for access service which is to be provided by two or more local carriers (including a LEC and a CLC).
53. "Meet-Point Billing" refers to an arrangement whereby two co-carriers jointly provide the transport element of Switched Access Service to a switching point of either one, with each receiving, by mutual agreement, an appropriate share of their tariffed transport element revenues based on the proportion of the total distance each contributes to the meet-point circuit length.
54. "Meet-Point Trunks/Trunk Groups" provide for the origination and termination of jointly provided Switched Access Services. Meet-Point Trunks will be configured as two-way trunks for traffic transmission. Meet-Point Trunks provide the transmission paths, Tandem Switching, and End Office Switching to or from the Switched Access customer. These interconnection trunks must be between End Offices and Tandems.
55. "Mid-Span Meet" is an interconnection between two co-carriers whereby each provides transmission and cable equipment up to the point of interconnection.
56. "Mobile-to-land" means the placement of a call by a wireless subscriber to a wireline end user.

57. **"Multiple Bill/Multiple Tariff method"** is the meet-point billing method where each LEC (or CLC) prepares and renders its own meet point bill to the IEC in accordance with its own tariff for that portion of the jointly-provided Switched Access Service which the LEC (or CLC) provides. The industry's MECAB documents refer to this method as **"Multiple Bill/Single Tariff."**
58. **"NANP"** means the **"North American Numbering Plan,"** the system of telephone numbering employed in the United States, Canada, and certain Caribbean countries. Bellcore is currently the national custodian of the NANP with the predominant LEC in each state serving as state liaison. The plan uses a 10-digit code to identify each main telephone on the public switched network. The 10 digit positions are assigned letters A through J. The A, B, and C digits historically identified the geographic area in which the central office serving the customer was located. The D, E, and F digits identified that central office. The last four digits – G, H, I and J – identified the telephone line connected to that central office to which the number applied. Under Local Telephone Number Portability, this geographic relationship may no longer apply.
59. **"Network Element"** is a facility, item of equipment, or such features, functions, and capabilities as subscriber numbers, data bases, signaling systems, and data base information used in the provision of telecommunications service.
60. **"Numbering Plan Area" ("NPA")** is also sometimes referred to as an area code. This is the three digit indicator which is defined by the **"A," "B"** and **"C"** digits of each 10-digit telephone number within the NANP. Each NPA contains 800 possible NXX Codes. There are two general categories of NPA. **"Geographic NPA"** is associated with a defined geographic area, and all telephone numbers bearing such NPA are associated with services provided within that geographic area. A **"Non-Geographic NPA,"** also known as a **"Service Access Code" ("SAC Code")** is typically associated with a specialized telecommunications service which may be provided across multiple geographic NPA areas; 500, Toll Free Service NPAs, 900, and 700 are examples of Non-Geographic NPAs.
61. **"NXX," "NXX Code," "Central Office Code,"** or **"CO Code"** is the three digit switch entity indicator which is defined by the **"D," "E"** and **"F"** digits of a 10-digit telephone number within the NANP. Each NXX Code contains 10,000 station numbers. Historically, entire NXX code blocks have been assigned to specific individual local exchange End Office switches.
62. **"Originating Line Information" ("OLI")** is an SS7 Feature Group D signaling parameter which refers to the number transmitted through the network identifying the billing number of the calling party.
63. **"Percent Local Usage" ("PLU")** is a calculation which represents the ratio of the local minutes to the sum of local and intraLATA toll minutes between exchange carriers sent over Local Interconnection Trunks. Directory assistance, BLV/BLVI, 900, 976, transiting calls from other exchange carriers or wireless carriers, and switched access calls are not included in the calculation of PLU.

64. **"Permanent Number Portability" ("PNP") means a telecommunication industry standard which when implemented will allow customers to maintain transparently their existing telephone number when changing their local service provider, to which that telephone number applies. The PNP standard may evolve to include geographic and/or service number portability.**
65. **"Point of Interconnection" ("POI") means the physical location(s) at which the Parties' networks meet for the purpose of establishing interconnection between them. POIs may include a number of different technologies and/or technical interfaces based upon the Parties' mutual agreement.**
66. **"Port" means a component of an Exchange Service; for purposes of general illustration, the Port includes a line card and associated peripheral equipment on an End Office Switch which serves as the hardware termination for the customer's Exchange Service on that switch and generates dial tone and provides the customer access to the public switched telecommunications network. Each Port is typically associated with one (or more) telephone number(s) which serves as the customer's network address. Port may also mean an access point on a network subsystem, such as, an STP, or other network equipment, which provides use of the subsystem's features and functions.**
67. **"Private Branch Exchange" ("PBX") is a device, installed on the user's premises, that provides for the automatic selection of outgoing lines in accordance with user defined criteria. The PBX functions as a switch that permits a user to receive incoming calls, to dial any other telephone on the premises, to access a tie trunk leading to another PBX or to access an outside trunk to the public switched telephone network. In addition, the PBX offers a wide variety of call-control and call-accounting features, and is sometimes referred to as "PABX."**
68. **"Private Line" includes: (1) a telephone access line provided to a single subscriber and used exclusively by that subscriber, and (2) a dedicated, non-switched telecommunications channel provided between two or more points and leased or purchased by a telecommunications subscriber for high-volume voice, data, audio, or video transmissions.**
69. **"Rate Center" identifies the specific geographic point and corresponding geographic area which are associated with one or more particular NPA-NXX codes which have been assigned to a LEC (or CLC) for its provision of Exchange Services. The rate point is a geographic location identified by specific V&H (vertical and horizontal coordinates, which are used to measure distance-sensitive end user traffic to/from the particular NPA-NXX designations associated with the specific Rate Center.**
70. **"Rate Center Area" is the exclusive geographic area identified as the area within which the LEC (or CLC) will provide Exchange Services bearing the particular NPA-NXX designations associated with the specific Rate Center. The Rate Center point must be located within the Rate Center area.**